

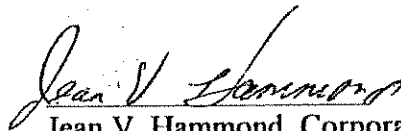
ASSIGNMENT AND TRANSFER OF INTEREST

Lahari Morning Star Limited Partnership hereby transfers its interest in the property commonly known as 75-5719 Alli Drive, No. 406, Kailua-Kona, Hawaii to Robert Alan Jones personally effective this 30th day of March, 2001.

This transfer in interest is made in exchange for legal services performed by Robert Alan Jones, with the understanding that the property is to be reconveyed less any costs and/or fees incurred by Mr. Jones at the end of the litigation or settlement of the litigation.

In the interim Lahari Morning Star Limited Partnership is maintaining a security interest in the Contract for Deed for the condominium not to exceed One Hundred Thousand Dollars (\$100,000) exclusive of the first mortgage.

Approved:



Jean V. Hammond, Corporate
Secretary of L.P. Management Services, Inc.
General Partner

State of Nevada)

)ss:

County of Clark)

On this 30TH day of March, 2001 before me, a notary public, personally appeared, Jean V. Hammond, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the above affidavit and acknowledged to me that she executed it.

WITNESS my hand and official seal.

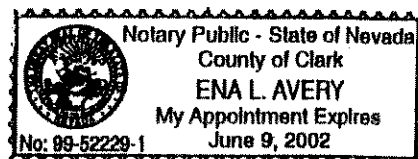
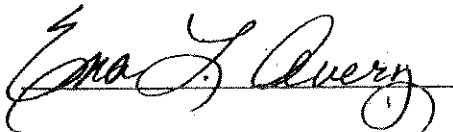


EXHIBIT "D"